

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
WW WAREHOUSE, INC., f/k/a)	
WOODWORKERS WAREHOUSE, INC.,)	Case No. 03-13655 (JBR)
)	
)	
Debtor.)	

**APPELLEE'S DESIGNATION OF
ADDITIONAL ITEMS TO BE INCLUDED IN RECORD ON APPEAL**

Appellee, The Buckley Group, the Liquidation Manager (the "Liquidation Manager") of WW Warehouse, Inc., f/k/a Woodworkers Warehouse, Inc. by and through its undersigned counsel, Saul Ewing LLP, hereby Designates the following items, in addition to those items previously designated by the Appellant, to be included in the record on appeal:

Docket No.	Description of Document
1	Chapter 11 Voluntary Petition. Filed by Woodworkers Warehouse, Inc.
7	Debtor's Motion Pursuant to Sections 105(a) and 331 of the Bankruptcy Code to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals Filed by Woodworkers Warehouse, Inc.
48	Sale Order (a) Approving the Sale of Substantially All the Debtor's Merchandise Free and Clear of All Liens, Claims and Encumbrances, (b) Authorizing the Agent to Conduct Going Out of Business Sales and (c) Granting Certain Related Relief. Order Signed on 12/5/2003 (related document(s) <u>13</u> , <u>25</u>).
74	Notice of Appointment of Official Committee of Unsecured Creditors Filed by United States Trustee.
97	Objection Of The Official Committee Of Unsecured Creditors Of Woodworkers Warehouse, Inc. To Debtor's Motion Pursuant To Sections 105(a), 361, 363, 503(b) And 507(b) Of The Bankruptcy Code And

	Bankruptcy Rules 4001(b), (d) And 9014 For Entry Of Interim And Final Orders (A) Authorizing Use Of Cash Collateral (B) Granting Adequate Protection And Administrative Expense Priority And (C) Scheduling A Final Hearing On The Motion (Related to D.I. Nos. 14, 49) Filed by The Official Committee of Unsecured Creditors of Woodworkers Warehouse, Inc.
125	Notice of Final Cash Collateral Hearing (related document(s) <u>24</u> , <u>14</u> , <u>49</u> , <u>116</u>) Filed by Woodworkers Warehouse, Inc. Hearing scheduled for 1/27/2004 at 10:30 AM at US District Court, 844 King St., Wilmington, Delaware.
266	Transcript of Hearing Held on 2/24/04.
354	First Interim Fee Request of Saul Ewing LLP, Counsel to the Official Committee of Unsecured Creditors of WW Warehouse, Inc. F/K/A Woodworkers Warehouse, Inc., for Compensation and Reimbursement of Expenses for the Period from December 15, 2003 through March 31, 2004 Filed by The Official Committee of Unsecured Creditors of WW Warehouse, Inc. f/k/a Woodworkers Warehouse, Inc. Hearing scheduled for 6/14/2004 at 02:00 PM at US District Court, 844 King St., Courtroom #2B, Wilmington, Delaware. (Attachments: # <u>1</u> Proposed Form of Order # <u>2</u> Certificate of Service)
386	Notice of Proposed Final Order by Consent Authorizing Use of Cash Collateral Pursuant to 11 U.S.C. Sections 361 and 363, and Terminating Restrictions Upon Use of Cash Collateral (related document(s) <u>382</u>) Filed by The Official Committee of Unsecured Creditors of WW Warehouse, Inc. f/k/a Woodworkers Warehouse, Inc. (Attachments: # <u>1</u> Exhibit A-Proposed Final Order by Consent# <u>2</u> Certificate of Service).
392	Objection to First Interim Fee Request of Saul Ewing LLP, Counsel to the Official Committee of Unsecured Creditors of WW Warehouse, Inc. F/K/A Woodworkers Warehouse, Inc., for Compensation and Reimbursement of Expenses for the Period from December 15, 2003 through March 31, 2004 Filed by Bank of America (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Exhibit G# <u>8</u> Exhibit H# <u>9</u> Exhibit I# <u>10</u> Exhibit J# <u>11</u> Exhibit K) (Wilks, David) (Entered: 06/01/2004)1/20/2004. (Attachments: # <u>1</u> Exhibit A)
408	Motion of Saul Ewing LLP for Leave to File Reply Memorandum in Support of First Interim Fee Application of Saul Ewing LLP, Counsel to the Official Committee of Unsecured Creditors of WW Warehouse, Inc., f/k/a Woodworkers Warehouse, Inc. for Compensation and Reimbursement of Expenses for the Period from December 15, 2003 through March 31, 2004 (Related to Docket Nos. <u>366</u> and <u>392</u>) Filed by Saul Ewing LLP. Hearing scheduled for 6/14/2004 at 02:00 PM at US Bankruptcy Court, 824 Market St., Room 309, Wilmington, Delaware.. (Attachments: # <u>1</u> Exhibit A-

	Proposed Reply Memorandum# <u>2</u> Proposed Form of Order # <u>3</u> Certificate of Service).
413	Order Granting Saul Ewing LLP Leave to File Reply Memorandum in Support of First Interim Fee Application of Saul Ewing LLP, Counsel to the Official Committee of Unsecured Creditors of WW Warehouse, Inc., f/k/a Woodworkers Warehouse, Inc. for Compensation and Reimbursement of Expenses for the Period from December 15, 2003 through March 31, 2004. (Related Doc # <u>408</u>) Order Signed on 6/14/2004.
417	Order Approving First Interim Fee Request of Saul Ewing LLP, Counsel to the Official Committee of Unsecured Creditors of WW Warehouse, Inc. F/K/A Woodworkers Warehouse, Inc., for Compensation and Reimbursement of Expenses for the Period From December 15, 2003 Through March 31, 2004. (related document(s) <u>299</u> , <u>311</u> , <u>339</u> , <u>293</u>) Order Signed on 6/15/2004.
520	Order Confirming Second Amended Joint Plan of Liquidation of WW Warehouse, Inc., f/k/a Woodworkers Warehouse, Inc., as Amended. Order Signed on 7/30/2004 (related document(s) <u>419</u> , <u>420</u>).
524	Re-Notice of Motion for Reimbursement of Fees and Expenses to Secured Creditor Pursuant to 11 U.S.C. Section 506(b) Filed by Bank of America Hearing scheduled for 9/28/2004 at 11:30 AM at US Bankruptcy Court, 824 Market St., Room 309, Wilmington, Delaware. Objections due by 8/18/2004. (Attachments: # <u>1</u> Certificate of Service # <u>2</u> Service List).
679	Accounting of Attorneys' Fees and Expenses Paid Post –Petition to Secured Creditor (related document(s) <u>571</u>) Filed by Bank of America. (Attachments: # <u>1</u> Exhibit A).
689	Transcript of Hearing Held on 1/27/2004 (related document(s) <u>183</u> , <u>168</u>).
690	Transcript of Hearing Held on 5/26/2004 (related document(s) <u>359</u> , <u>365</u>).
717	Transcript of Hearing held on September 28, 2004 before the Honorable Joel B. Rosenthal. (related document(s) <u>627</u>).
724	Transcript of Hearing held on June 14, 2004 before the Honorable Joel B. Rosenthal. (related document(s) <u>409</u>). [Don, do we need the transcript of the Disclosure Statement hearing?]
736	Hearing Held/Court Sign-In Sheet for January 12, 2005, (related document(s) <u>732</u>).
TBD	Transcript of Hearing Held on January 12, 2005

742	Order Reassigning Contested Matters. (related document(s) <u>688</u> , <u>729</u>) Order Signed on 1/21/2005.
744	Order Denying Motion of Liquidation Manager to Strike Reply. (Related Doc # <u>729</u>) Order Signed on 1/25/2005
746	Affidavit/Declaration of Service Regarding Order Denying Motion of Liquidation Manager to Strike Reply (related document(s) <u>744</u>) Filed by The Buckley Group, the Liquidation Manager.
747	Affidavit/Declaration of Service Regarding Order On Bank of America's Motion for Relief From and/or Reconsideration of the Court's November 12, 2004 and November 19, 2004 Order (related document(s) <u>745</u>) Filed by The Buckley Group, the Liquidation Manager.
754	Appellant Designation of Contents For Inclusion in Record On Appeal and Statement of Issues by Appellant Bank of America. (related document(s) <u>745</u> , <u>751</u> , <u>210</u>) Filed by Bank of America Appellee designation due by 2/27/2005. Transmission of Designation Due by 3/19/2005. (Attachments: # <u>1</u> Certificate of Service).

Appellee respectfully reserves the rights to supplement and amend the items designated herein.

Dated: February 25, 2005

SAUL EWING LLP

/s/ Donald J. Detweiler

Donald J. Detweiler (No. 3087)

SAUL EWING LLP

222 Delaware Avenue, Suite 1200

P. O. Box 1266

Wilmington, DE 19899

(302) 421-6834

and

Irving E. Walker

G. David Dean

100 S. Charles Street, 15th Floor

Baltimore, Maryland 21201

Telephone: (410) 332-8672

Facsimile: (410) 332-8107

Attorneys for Appellee, The Buckley Group,
Liquidation Manager